

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter

11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **Tompkins Square Distributors, Inc.**

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) **11-1960196**

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

**650 Brush Avenue
Bronx, NY 10465-1804**

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Bronx

County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **Tompkins Square Distributors, Inc.**
Name

Case number (if known)

7. Describe debtor's business A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4244**8. Under which chapter of the Bankruptcy Code is the debtor filing?** *Check one:*

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☒ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District		When		Case number	
District		When		Case number	

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	Tribeca Beverage, Inc.	Relationship	affiliate
District	Southern District of New York	When	1/13/21
		Case number, if known	

Debtor **Tompkins Square Distributors, Inc.** Case number (if known) _____
Name

Debtor **Tompkins Square Distributors, Inc.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☒ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☒ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Tompkins Square Distributors, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **01/13/2021**

MM / DD / YYYY

X



Signature of authorized representative of debtor

Herbert E. Hagemann

Printed name

Title **President**

18. Signature of attorney

X

/s/ Jack J. Rose

Signature of attorney for debtor

Date **01/13/2021**

MM / DD / YYYY

Jack J. Rose

Printed name

Rosenberg & Estis, P.C.

Firm name

733 3rd Avenue

New York, NY 10017

Number, Street, City, State & ZIP Code

Contact phone **212-551-8403**

Email address **jrose@rosenbergestis.com**

2400349 NY

Bar number and State

UNANIMOUS WRITTEN CONSENT OF
SHAREHOLDERS AND AUTHORIZATION BY DIRECTORS
OF TOMPKINS SQUARE DISTRIBUTORS, INC.

January 13, 2021

Each of the undersigned holds 50% of the outstanding shares of Tompkins Square Distributors, Inc., a New York corporation (the "Corporation").

There are no other beneficial interest holders or others with a right to hold an interest or have a right to vote an interest in the Corporation.

The undersigned each have authority to direct the Corporation to take all actions and no other person has authority to direct the Corporation or to restrict the Corporation from taking any action.

The undersigned in their capacity as shareholders and directors, do hereby authorize and direct officers and directors of the Corporation to take the following actions and hereby instruct that this unanimous written consent and authorization by directors be filed with the minutes of the Corporation:

RESOLVED, that the undersigned and any other person designated and authorized to act by the undersigned (each, an "Authorized Officer") are hereby authorized and empowered, in the name and on behalf of the Corporation, to execute and verify the Petition under chapter 11 of the Bankruptcy Code and to cause the same to be filed by the Corporation in the United States Bankruptcy Court (the "Bankruptcy Court") for the Southern District of New York at such time or in such other jurisdiction as the Authorized Officer executing the Petition shall determine; and it is further;

RESOLVED, that the law firm of Rosenberg & Estis, P.C., 733 Third Avenue, New York, New York 10017 is hereby employed pursuant to a general retainer as counsel for the Corporation in the Corporation's chapter 11 case, subject to Bankruptcy Court approval;

RESOLVED, the undersigned and the appropriate officers and directors of the Corporation are hereby authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and, in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals, and to take and perform any and all further acts and deeds which they deem necessary, proper, or desirable in connection with the Corporation's chapter 11 case, with a view to the successful prosecution of such case;


RESOLVED, the undersigned and the appropriate officers and directors of the Corporation are hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to cause the Corporation to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of such officer or director shall be or become necessary, proper and desirable to effectuate a successful reorganization or chapter 11 liquidation of the Corporation's business.

RESOLVED, that all of the acts and transactions of the officers and directors of the Corporation, which have been taken, caused to have been taken or made prior to the effective date of these resolutions in connection with the matters set forth in these resolutions, and hereby ratified, confirmed and approved in all respects as the acts and deeds of the Corporation.

RESOLVED, that the undersigned, being directors of the Corporation, hereby deem the actions taken above to be a resolution taken by unanimous consent of the directors of the Corporation and all actions set forth herein are approved by such resolution.



HERBERT E. HAGEMANN
PRESIDENT, DIRECTOR
& 50% SHAREHOLDER



DONALD T. HAGEMANN
VICE PRESIDENT, DIRECTOR
& 50% SHAREHOLDER

**United States Bankruptcy Court
Southern District of New York**

In re **Tompkins Square Distributors, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Tompkins Square Distributors, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Donald Hagemann
24 The Drawbridge
Woodbury, NY 11797**

**Herbert E. Hagemann
53 Nottingham Road
Manhasset Hills, NY 11040**

☐ None [*Check if applicable*]

01/13/2021

Date

/s/ Jack J. Rose

Jack J. Rose

Signature of Attorney or Litigant

Counsel for **Tompkins Square Distributors, Inc.**

Rosenberg & Estis, P.C.

733 3rd Avenue

New York, NY 10017

212-551-8403 Fax:212-551-8484

jrose@rosenbergestis.com

Fill in this information to identify the case:

Debtor name **Tompkins Square Distributors, Inc.**
United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**
Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Chase Commercial Loan/U.S. Small Business P.O. Box 9001022 Louisville, KY 40290		Loan				\$10,055.00
JPMorgan Chase Bank P.O. Box 15123 Wilmington, DE 19850		Credit card				\$16,037.82
JPMorgan Chase Bank P.O. Box 15123 Wilmington, DE 19850		Credit card				\$3,183.59
Julio Canino Lopez 3313 Gunther Avenue Bronx, NY 10469		Employee				\$5,000.00

Fill in this information to identify the case and this filing:

Debtor Name Tompkins Square Distributors, Inc.
United States Bankruptcy Court for the: SOUTHERN District of NEW YORK
(State)
Case number (If known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
Corporate Ownership Statement
- ☒ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 1/13/2021
MM / DD / YYYY

X Herbert E. Hagemann
Signature of individual signing on behalf of debtor

Herbert E. Hagemann

Printed name

President

Position or relationship to debtor